

**UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY**

<b>SANDI ROPER, INDIVIDUALLY AND ON BEHALF OF ALL OTHERS SIMILARLY SITUATED,</b>	)	
	)	
<b>PLAINTIFF,</b>	)	<b>No. 2:17-cv-01106-ES-MAH</b>
	)	
<b>v.</b>	)	<b><u>CLASS ACTION</u></b>
	)	
<b>SITO MOBILE, LTD., ET. AL.,</b>	)	
	)	
<b>DEFENDANTS.</b>	)	
	)	
	)	
	)	
	)	

**DECLARATION OF RICHARD W. SIMMONS REGARDING CLASS NOTICE AND  
REPORT ON REQUESTS FOR EXCLUSION RECEIVED**

I, RICHARD W. SIMMONS, hereby declare under penalty of perjury as follows:

1. I am the President of Analytics Consulting, LLC (“Analytics”). The following statements are based on my personal knowledge and information provided by other Analytics employees working under my supervision, and if called on to do so, I could and would testify competently thereto.

2. Pursuant to its Order Granting Preliminary Approval of Settlement dated November 7, 2019 (ECF No. 86, the “Preliminary Approval Order”), the Court approved the retention of Analytics as the Claims Administrator of for the above-captioned action (the “Action”).<sup>1</sup> I submit this declaration to provide the Court with proof of the mailing of the Court-approved Notice of Pendency and Proposed Settlement of Class Action (the “Class Notice”), the publication of the

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<sup>1</sup> Unless otherwise defined in this declaration, all capitalized terms have the meanings defined in the Preliminary Approval Order.

Summary Notice, and to report on the requests for exclusion from the Class in connection with dissemination of the Class Notice.

### **MAILING OF THE CLASS NOTICE**

3. Pursuant to the Notice Orders, Analytics has disseminated the Class Notice to potential Class Members and nominees. A copy of the Class Notice is attached to this declaration as Exhibit A.

4. As in most class actions of this nature, the large majority of potential Class Members are beneficial purchasers whose securities are held in “street name” – *i.e.*, the securities are purchased by brokerage firms, banks, institutions, and other third-party nominees in the name of the nominee, on behalf of the beneficial purchasers. To provide targeted notice to investors, Analytics consulted with The Depository Trust Company (the “DTC”) to identify banks, brokers, and other nominees that held shares of SITO Mobile during the class period. On January 17, 2020, Analytics caused the Class Notice to be mailed to 125 brokerage firms, banks, institutions, other third-party nominees, and third-party filers.

5. On January 17, 2020, Analytics distributed the Class Notice to all custodian banks and broker-dealers in the United States via the DTC’s Legal Electronic Notification System.

6. The Class Notice instructed those who, during the period between August 15, 2016 and January 2, 2017, inclusive, purchased or otherwise acquired shares of SITO Mobile common stock, for the beneficial interest of any person or entity other than themselves, that they must, within 10 business days of receipt of the Class Notice, either: (i) request sufficient copies of the Class Notice to forward to all such beneficial owners (and then forward the Class Notices to the beneficial owners within 10 business days of receipt) or (ii) provide the names and addresses of such Persons to the Claims Administrator. *See* Class Notice, Special Notice to Nominees.

7. Through the date of this Declaration, Analytics has mailed an additional 1,740 copies of the Class Notice to potential members of the Class whose names and addresses were received from individuals, entities, or nominees requesting that the Class Notice be mailed to such persons. In addition, 1,845 Class Notices have been delivered to nominees for forwarding to their customers.

8. Through the date of this Declaration, a total of 3,585 Class Notices have been disseminated to potential members of the Class or their nominees. In addition, Analytics has re-mailed 33 Class Notices to persons whose original mailings were returned by the U.S. Postal Service (“USPS”) as undeliverable and for whom updated addresses were provided to Analytics by the USPS.

#### **PUBLICATION OF THE SUMMARY CLASS NOTICE**

9. Pursuant to the Notice Order, Analytics caused the Summary Class Notice to be transmitted over the *PR Newswire* on January 3, 2020 and January 17, 2020. Copies of proof of publication of the Summary Class Notice in the *PR Newswire* are attached to this declaration as Exhibits B and C, respectively.

#### **WEBSITE**

10. Beginning on January 3, 2020, Analytics established and continues to maintain a website dedicated to this Action ([www.SITOMobileSecuritiesSettlement.com](http://www.SITOMobileSecuritiesSettlement.com)) to assist Class Members. The website address was set forth in the Class Notice and the Summary Class Notice. The website lists the deadline for requesting exclusion from the Class and contains copies of the Stipulation of Settlement (ECF No. 84), the Unopposed Motion for Preliminary Approval of Settlement (ECF No. 85), and this Court’s Order Granting Preliminary Approval of Settlement (ECF No. 86). On January 17, Analytics updated the website to include preliminary versions of the Brief in Support of Lead Plaintiffs’ Motion for Final Approval of Class Action Settlement and

Approval of Plan of Allocation and the Brief in Support of Lead Plaintiffs' Motion for an Award of Attorneys' Fees and Reimbursement of Litigation Expenses. Analytics will continue operating, maintaining, and updating the case website as appropriate.

**TOLL-FREE TELEPHONE LINE**

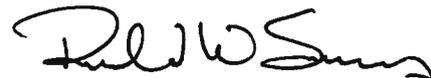
11. Beginning on January 3, 2020, Analytics established and continues to maintain a toll-free telephone number for the Action, 1-855-953-2395. During business hours, callers to the toll-free telephone line can speak to a live operator regarding the status of the Action and/or obtain answers to questions they may have about the Class Notice. After hours, callers are provided with to the opportunity to leave a message requesting a return call.

**REPORT ON OBJECTIONS AND REQUESTS FOR EXCLUSION**

12. The Class Notice informed potential Class Members that objections and requests for exclusion were to be mailed to Analytics, postmarked no later than March 17, 2020. As of the date of this Declaration, Analytics has received no objections or requests for exclusion.

I declare, under penalty of perjury under the laws of the United States of America, that the foregoing is true and correct to the best of my knowledge.

Executed on March 6, 2020.

  
\_\_\_\_\_  
Richard W. Simmons

**EXHIBIT A**

UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY

SANDI ROPER, Individually and on Behalf of All  
Others Similarly Situated,

Plaintiff,

v.

SITO MOBILE, LTD., *ET AL.*,

Defendants.

No. 2:17-cv-01106-ES-MAH

CLASS ACTION

**NOTICE OF PENDENCY AND PROPOSED  
SETTLEMENT OF CLASS ACTION**

**TO: ALL PERSONS OR ENTITIES WHO PURCHASED OR OTHERWISE ACQUIRED SITO MOBILE, LTD. COMMON STOCK BETWEEN AUGUST 15, 2016 AND JANUARY 2, 2017, INCLUSIVE.**

A federal court authorized this Notice. This is not a solicitation from a lawyer.

**PLEASE READ THIS NOTICE CAREFULLY AND IN ITS ENTIRETY. YOUR RIGHTS MAY BE AFFECTED BY PROCEEDINGS IN THIS ACTION.**

**Security and Time Period:** SITO Mobile, Ltd. (“SITO Mobile”) common stock purchased or acquired between August 15, 2016 and January 2, 2017, inclusive.

**Settlement Fund: \$1.25 million** in cash. Your recovery will depend on the amount of shares purchased and the timing of your purchases and any sales. Depending on the number of eligible shares that participate in the settlement and when those shares were purchased and sold, Lead Plaintiff estimates the average cash recovery per share of common stock will be approximately \$0.15 per share (assuming claims representing 8,500,000 shares are filed) before deduction of court-approved fees and expenses.

**Reasons for Settlement:** Avoids the costs and risks associated with continued litigation, including the danger of no recovery for Class Members.

**If the Case Had Not Settled:** Continuing with the case could have resulted in loss at summary judgment, trial or appeal. The two sides disagree on both liability and the amount of money that could have been won if Lead Plaintiff prevailed at trial. The issues on which the parties disagree are many and include: (1) whether Defendants engaged in conduct that would give rise to any liability to the Class under the federal securities laws, or any other laws; (2) whether Defendants have valid defenses to any such claims of liability; (3) the method for determining whether SITO Mobile common stock was artificially inflated, if at all, during the relevant period; (4) whether there was any inflation and the amount of any such alleged inflation; (5) the extent to which external factors or market factors influenced the trading price of SITO Mobile common stock during the Class Period; (6) the extent that various facts alleged by Lead Plaintiff influenced the trading price of SITO Mobile common stock during the Class Period; and (7) whether the facts alleged were material, false, misleading, or otherwise actionable under the securities laws.

**Attorneys’ Fees and Expenses:** Lead Counsel has not received any payment for their work investigating the facts, conducting this litigation or negotiating the settlement on behalf of Lead Plaintiff and the Class. Court-appointed Lead Counsel will ask the Court for an award of \$330,000 from the Settlement Fund as payment for attorneys’ fees and reimbursement of out-of-pocket litigation expenses. If the above amount is requested and approved by the Court, the average cost per share of common stock will be \$0.04.

**Deadlines:**

Submit Claim: **April 16, 2020**  
 Request Exclusion: **March 17, 2020**  
 File Objection: **March 17, 2020**

**Court Hearing on Fairness of Settlement: April 21, 2020**

**More Information:** [www.SITOMobileSecuritiesSettlement.com](http://www.SITOMobileSecuritiesSettlement.com) or

**Claims Administrator:**

*SITO Mobile Securities Litigation*  
 Claims Administrator, Analytics Consulting LLC  
 P.O. Box 2002  
 Chanhassen, MN 55317-2002  
[info@SITOMobileSecuritiesSettlement.com](mailto:info@SITOMobileSecuritiesSettlement.com)

**Lead Counsel:**

Nicholas I. Porritt, Esq  
 Levi & Korsinsky LLP  
 1101 30th Street, N.W., Suite 115  
 Washington, D.C. 20007  
[nporritt@zlk.com](mailto:nporritt@zlk.com)

Your legal rights are affected whether you act or do not act. Read this Notice carefully.

**YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT:**

<p><b>SUBMIT A CLAIM FORM</b></p>	<p>If you are a Class Member and do not exclude yourself from the Class, the only way to get a payment is to submit a claim form. You may submit a claim form and still object to any aspect of the settlement, the request for an award of attorneys’ fees and expenses and/or the Plan of Allocation. If you submit a claim form, you give up your right to participate in another lawsuit against the Defendants for the legal claims in this case. <i>See Answer to Question 12</i> for a more detailed description of what you are giving up if you submit a claim form.</p>
<p><b>EXCLUDE YOURSELF</b></p>	<p>Get no payment. This is the only option that allows you to participate in another lawsuit against the Defendants relating to the legal claims in this case.</p>
<p><b>OBJECT</b></p>	<p>If you are a Class Member and do not exclude yourself from the Class, you may write to the Court if you do not like the settlement, the request for attorneys’ fees and expenses, or the Plan of Allocation. If you submit an objection to the settlement, Plan of Allocation or the request for an award of attorneys’ fees and expenses and do not submit a claim form seeking payment from the settlement proceeds, your objection may be rejected because you would no longer have an interest in the settlement.</p>
<p><b>GO TO A HEARING</b></p>	<p>You may ask to speak in Court about the fairness of the settlement, the request for attorneys’ fees and expenses, or the Plan of Allocation.</p>
<p><b>DO NOTHING</b></p>	<p><b>If you do nothing, you will not receive any payments, will not be allowed to object to the settlement, Plan of Allocation or Lead Plaintiff’s counsel’s request for an award of attorneys’ fees and expenses and will give up your right to participate in another lawsuit against the Defendants for the legal claims in this case.</b> <i>See Answer to Question 12</i> for a more detailed description of what you are giving up if you do nothing.</p>

These rights and options – **and the deadlines to exercise them** – are explained in this Notice.

The Court in charge of this case must decide whether to approve the settlement. Payments will be made if the Court approves the settlement and, if there are any appeals, after appeals are resolved. Please be patient.

## BASIC INFORMATION

### 1. Why Did I Get This Notice Package?

You or someone in your family may have purchased or acquired the publicly traded shares of SITO Mobile common stock between August 15, 2016 and January 2, 2017, inclusive.

The Court ordered that this Notice be sent to you because you have a right to know about a proposed settlement of a class action lawsuit, and about all of your options, before the Court decides whether to approve the settlement. If the Court approves it and after any objections or appeals are resolved, the Claims Administrator appointed by the Court will make the payments that the settlement allows.

This package explains the lawsuit, the settlement, your legal rights, what benefits are available, who is eligible for them, and how to get them.

The Court in charge of the case is the United States District Court for the District of New Jersey, and the case is known as *Roper v. SITO Mobile, Ltd.*, Case No. 2:17-cv-01106-ES-MAH. The person who sued is called the Lead Plaintiff, and the companies and the individuals they sued, SITO Mobile, Jerry Hug, and Kurt Streams, are called Defendants.

### 2. What is this Lawsuit About?

Lead Plaintiff has filed this lawsuit alleging that Defendants acted with scienter when making false and materially misleading statements and omissions about SITO Mobile's sales and revenue for the third and fourth quarters of 2016. Lead Plaintiff further alleges that these purportedly false and materially misleading statements and omissions induced Lead Plaintiff and other similarly situated shareholders to purchase shares of SITO Mobile common stock at artificially inflated prices. When the truth was revealed, Lead Plaintiff alleges that the value of SITO Mobile common stock declined significantly and, as a result, it and other members of the Class suffered substantial damages.

Defendants have denied and continue to deny each and all of the claims and allegations of wrongdoing made by Lead Plaintiff in the Litigation and maintain furthermore that they have meritorious defenses. Defendants expressly have denied and continue to deny all charges of wrongdoing or liability against them arising out of any of the conduct, statements, acts or omissions alleged, or that could have been alleged, in the Litigation. Defendants also have denied and continue to deny, among other allegations, the allegations that the Lead Plaintiff or the Class have suffered any damage, that the price of SITO Mobile common stock was artificially inflated by reasons of alleged misrepresentations, non-disclosures or otherwise, or that the Lead Plaintiff or the Class were harmed by the conduct alleged in the Litigation.

### 3. Why Is This a Class Action?

In a class action, one or more people or entities called class representatives (in this case the court-appointed Lead Plaintiff) sue on behalf of people who have similar claims. All these people are called a class or Class Members. One court resolves the issues for all the Class Members, except for those who exclude themselves from the Class. Judge Esther Salas is in charge of this class action.

### 4. Why Is There a Settlement?

The Court did not decide in favor of the Lead Plaintiff or Defendants. Instead, both sides agreed to a settlement with the assistance of an experienced mediator. The settlement allows both sides to avoid the risks and cost of lengthy and uncertain litigation and the uncertainty of a trial and appeals, and permits Class Members to be compensated without further delay. Lead Plaintiff and its attorneys think the settlement is best for all Class Members.

## WHO GETS MONEY FROM THE SETTLEMENT

To see if you will get money from this settlement, you first have to determine if you are a Class Member.

### 5. How Do I Know if I Am A Part of the Settlement?

The Class includes all persons or entities who purchased or otherwise acquired SITO Mobile common stock between August 15, 2016 and January 2, 2017, inclusive, *except those persons or entities that are excluded, as described below.*

## 6. What Are the Exceptions to Being Included?

You are not a Class Member if you are:

- A Defendant;
- A director, officer, or employee of SITO Mobile during the Class Period;
- A member of the immediate family, trust, company, entity or affiliate controlled or owned by any excluded party; and
- Any firm or entity in which any Defendant has or had a controlling interest.

Also excluded from the Class are those Persons who timely and validly request exclusion from the Class pursuant to this Notice.

## 7. I'm Still Not Sure If I Am Included in the Class Action

If you are still not sure whether you are included, you can ask for free help. You can contact the Claims Administrator toll-free at 1-855-953-2395, or you can fill out and return the Proof of Claim form enclosed with this Notice package, to see if you qualify.

## THE SETTLEMENT BENEFITS – WHAT YOU GET

### 8. What Does the Settlement Provide?

Defendants have agreed to pay or cause to be paid a total of \$1.25 million in cash (the “Settlement Fund”). The Settlement Fund, plus interest earned from the date it is established, less costs, fees, and expenses (the “Net Settlement Fund”), will be divided among all eligible Class Members who send in valid Proofs of Claim forms. Costs, fees, and expenses include Court-approved attorneys’ fees and expenses and the costs of claims administration, including the costs of printing and mailing this Notice and the cost of publishing notice, and taxes on the Settlement Fund.

### 9. How Much Will My Payment Be?

Your share of the Net Settlement Fund will depend on several things, including, how many Class Members submit timely and valid Proof of Claim forms, the total recognized losses represented by the valid Proof of Claim forms that Class Members send in, the total number of shares of SITO Mobile common stock you purchased or acquired, how much you paid, when you purchased or acquired, and if you sold your shares and for how much.

By following the instructions in the Plan of Allocation, you can calculate what is called your Recognized Loss. The Plan of Allocation for this Settlement is as follows: Each Class Member that submits a valid Claim (an “Authorized Claimant”) will be assigned a Recognized Loss. An Authorized Claimant’s Recognized Loss depends upon the number of SITO Mobile shares held at certain points in time during the Class Period. The following table provides the per-share amount of each Authorized Claimant’s Recognized Loss. These amounts represent the average amount of potential damages per share:

Date Shares Purchased	Date Shares Sold		
	Before 11/15/16	11/15/16 to 1/2/17	After 1/2/17
8/15/16 to 11/14/16	\$0/share	\$0.76/share	\$1.96/share
11/15/16 to 1/2/17	N/A	\$0/share	\$1.20/share

It is unlikely that you will get a payment for all of your Recognized Loss. After all Class Members have sent in their Proof of Claim forms, the payment you get will be a part of the Net Settlement Fund equal to your Recognized Loss divided by the total of everyone’s Recognized Losses. Your payment will be made in cash.

The Plan of Allocation also includes the following provisions:

- 1) An Authorized Claimant will have a Recognized Loss only in connection with damaged shares. Thus, any transaction that resulted in a profit or gain will not be included in an Authorized Claimant's overall Recognized Loss;
- 2) There shall be no Recognized Loss attributed to any SITO Mobile securities other than Common Stock or to any shares of Common Stock purchased on a foreign exchange;
- 3) The date of a purchase or sale is the "trade" date and not the "settlement" date;
- 4) The last-in, first-out basis ("LIFO") will be applied to both purchases and sales;
- 5) Exercise of option contracts or the conversion of preferred stock into Common Stock will be considered to be purchases or sales of Common Stock as of the date of the exercise or conversion. Your purchase or sale price will be the closing price for the stock on that day, unless otherwise stated herein;
- 6) No cash payment will be made on a claim where the potential distribution amount is less than \$10. Please be advised that if you did not incur a Recognized Loss as defined in the Plan of Allocation, you will not receive a cash distribution from the Net Settlement Fund, but you will be bound by all determinations and judgments of the Court in connection with the Settlement, including being barred from asserting any of the Released Claims against the Released Parties;
- 7) No person shall have any claim against Lead Counsel or the Claims Administrator based on the distribution made substantially in accordance with the Stipulation and this Plan of Allocation, or further orders of the Court. In addition, Defendants and Defendants' Counsel have no responsibility for the Plan of Allocation, the administration of the settlement, or the distribution to Settlement Class Members, and no person shall have any claim against Defendants or Defendants' Counsel based on the Plan of Allocation, the administration of the settlement, or the distribution to the Settlement Class Members; and
- 8) Settlement Class Members who do not submit valid Proof of Claim forms will not share in the settlement proceeds. Settlement Class Members who do not either submit a request for exclusion or submit a valid Proof of Claim form will nevertheless be bound by the Settlement and the Order and Final Judgment of the Court dismissing this Consolidated Action.

## HOW YOU GET A PAYMENT – SUBMITTING A CLAIM FORM

### 10. How Will I Get a Payment?

To qualify for payment, you must be an eligible Class Member and you must send in a Proof of Claim form. A Proof of Claim form is enclosed with this Notice. Read the instructions carefully, fill out the form, include all the documents the form asks for, sign it, and mail it in the enclosed envelope postmarked no later than **April 16, 2020**.

### 11. When Will I Get My Payment?

The Court will hold a hearing on April 21, 2020, to decide whether to approve the settlement. If Judge Salas approves the settlement, there may be appeals. It is always uncertain whether these appeals can be resolved favorably, and resolving them can take time, perhaps several years. If there are no appeals and depending on the number of claims submitted, the Claims Administrator could distribute the Net Settlement Fund as early as nine months after the fairness hearing. Everyone who sends in a claim form will be informed of the determination with respect to their claim. Please be patient.

### 12. What Am I Giving Up to Get a Payment or Stay in the Class?

Unless you exclude yourself, you are staying in the Class, and that means that you cannot sue, continue to sue, or be part of any other lawsuit against the Defendants about the same legal issues in this case. It also means that all of the Court's Order will apply to you and legally bind you and you will release your claims in this case against the Defendants. The terms of the release are included in the claim form that is enclosed.

## EXCLUDING YOURSELF FROM THE SETTLEMENT

If you do not want a payment from this settlement, but you want to keep the right to sue or continue to sue any of the Defendants on your own about the same legal issues in this case, then you must take steps to get out of the Class. This is called excluding yourself or is sometimes referred to as opting out of the Class.

### 13. How Do I Get Out of the Settlement Class?

To exclude yourself from the Settlement Class, you must send a letter by mail stating that you want to be excluded from *Roper v. SITO Mobile, Ltd. et al*, Case No. 2:17-cv-01106-ES-MAH. You must include your name, address, telephone number, signature, and the number of shares of SITO Mobile common stock you purchased or acquired between August 15, 2016 and January 2, 2017, inclusive, the number of shares of SITO Mobile common stock sold during this time period, if any, and the dates, quantities, and prices of such purchases and sales. If you cannot find the prices or exact dates of your purchases, acquisitions and/or sales, you can still submit an exclusion request for review. You must mail your exclusion request postmarked no later than **March 17, 2020** to:

*SITO Mobile Securities Litigation*  
Claims Administrator, Analytics Consulting LLC  
P.O. Box 2002  
Chanhassen, MN 55317-2002

You cannot exclude yourself by phone or by e-mail. If you ask to be excluded, you are not eligible to get any settlement payment, and you cannot object to the settlement. You will not be legally bound by anything that happens in this lawsuit.

### 14. If I Do Not Exclude Myself, Can I Sue the Defendants for the Same Thing Later?

No. Unless you exclude yourself, you give up any right to sue the Defendants and their Related Parties for the claims resolved by the settlement. If you have a pending lawsuit against any of the Defendants, speak to your lawyer in that case immediately. Remember the exclusion deadline is **March 17, 2020**.

### 15. If I Exclude Myself, Can I Get Money from This Settlement?

No. If you exclude yourself, do not send in a Proof of Claim form. Once you exclude yourself, you will receive no cash payment even if you also submit a Proof of Claim.

## THE LAWYERS REPRESENTING YOU

### 16. Do I Have a Lawyer in This Case?

The Court appointed the law firm Levi & Korsinsky, LLP to represent you and other Class Members. These lawyers are called Lead Counsel. These lawyers will apply to the Court for payment from the Settlement Fund; you have not been and will not otherwise be charged for their work. If you want to be represented by your own lawyer, you may hire one at your own expense.

### 17. How Will the Lawyers Be Paid?

At the Settlement Hearing, Lead Plaintiff's Counsel will ask the Court for an award of \$330,000. This amount is intended to compensate Lead Plaintiff's Counsel for their attorneys' fees and out-of-pocket litigation expenses. Lead Plaintiff's Counsel's out-of-pocket litigation expenses in this action were approximately \$25,000. This award amounts to approximately 25% of the Settlement Fund. If awarded, the cost would be approximately \$0.04 per share. Such sums as may be approved by the Court will be paid from the Settlement Fund. Class Members are not personally liable for any such fees or expenses.

To date, Lead Counsel has not been paid for their services for conducting this litigation on behalf of the Lead Plaintiff and Class nor for their out-of-pocket expenses. The fees requested will compensate Lead Counsel for their work in achieving the Settlement Fund and is well within the range of fees awarded to class counsel under similar circumstances in other cases of this type. The Court may award less than this amount.

## OBJECTING TO THE SETTLEMENT

You can tell the Court that you do not agree with the settlement, the Plan of Allocation, or Lead Plaintiff's counsel's request for an award of attorneys' fees and expenses.

### 18. How Do I Tell the Court that I Do Not Like the Settlement?

If you are a Class Member (and you have not excluded yourself), you can object to the settlement, the request for attorneys' fees and expenses, or the Plan of Allocation if you do not like any part of it. You can give reasons why you think the Court should not approve it. The Court will consider your views. To object, you must send a letter saying that you object to the

settlement in *Roper v. SITO Mobile, Ltd.*, Case No. 2:17-CV-01106-ES-MAH. Be sure to include your name, address, telephone number, signature, the SITO Mobile common stock purchased and sold between August 15, 2016 and January 2, 2017, inclusive, and the reasons you object to the settlement, the requested attorneys' fees and expenses, or the Plan of Allocation. Any objection to the settlement must be filed with the Court at the following address no later than **March 17, 2020**.

Clerk of Court  
United States District Court  
Martin Luther King Building  
50 Walnut Street, Room 4015  
Newark, NJ 07101

Lead Counsel will then immediately provide to Defendants' Counsel any such objection.

### **19. What's the Difference Between Objecting and Excluding?**

Objecting is simply telling the Court that you do not like something about the proposed settlement. You can object *only if* you stay in the Class. Excluding yourself is telling the Court that you do not want to be part of the Class. If you exclude yourself, you have no basis to object because the case no longer affects you.

### **THE COURT'S FAIRNESS HEARING**

The Court will hold a hearing to decide whether to approve the proposed settlement. You may attend and you may ask to speak, but you do not have to.

### **20. When and Where Will the Court Decide Whether to Approve the Settlement?**

The Court will hold a fairness hearing at **10:00 a.m.**, on **April 21, 2020**, at the United States District Court, District of New Jersey, Courtroom MLK 5A, Martin Luther King Building & U.S. Courthouse, 50 Walnut Street, Newark, NJ 07101. At this hearing the Court will consider whether the settlement of the Litigation is fair, reasonable, and adequate. If there are objections, the Court will consider them. Judge Salas will listen to people who have asked to speak at the hearing. The Court will also consider whether to approve the payment of fees and expenses to Lead Plaintiff's counsel and the Plan of Allocation. The Court may decide these issues at the hearing or take them under consideration. We do not know how long these decisions will take.

### **21. Do I Have to Come to the Settlement Hearing?**

No. Lead Counsel will answer any questions Judge Salas may have. But, you are welcome to come at your own expense. If you send an objection, you do not have to come to Court to talk about it. As long as you mailed your written objection on time, the Court will consider it. You may also pay your own lawyer to attend, but it is not necessary.

### **22. May I Speak at the Settlement Hearing?**

You may ask the Court for permission to speak at the Settlement Hearing. To do so, you must send a letter saying that it is your intention to appear in *Roper v. SITO Mobile, Ltd. Securities Litigation*, Case No. 2:17-CV-01106-ES-MAH. Be sure to include your name, address, telephone number, signature, and the number of shares of SITO Mobile common stock purchased or acquired between August 15, 2016 and January 2, 2017, inclusive. Your notice of intention to appear must be filed no later than **April 7, 2020**, with the Clerk of the Court, at the address listed in Question 18. You cannot speak at the hearing if you exclude yourself from the Class.

### **IF YOU DO NOTHING**

### **23. What Happens if I Do Nothing At All?**

If you do nothing, you will get no money from this settlement. But, unless you exclude yourself, you will not be able to start a lawsuit, continue with a lawsuit, or be part of any other lawsuit against the Defendants or their Related Parties about the same legal issues in this case.

**GETTING MORE INFORMATION**

**24. Are There More Details About the Settlement?**

This Notice only contains a summary of the proposed settlement. More details are in the Stipulation of Settlement dated as of July 31, 2019. You can get a copy of the Stipulation or more information about the Settlement by visiting [www.SITOMobileSecuritiesSettlement.com](http://www.SITOMobileSecuritiesSettlement.com).

You can also contact the Claims Administrator:

*SITO Mobile Securities Litigation*  
Claims Administrator, Analytics Consulting LLC  
P.O. Box 2002  
Chanhassen, MN 55317-2002

Or Lead Counsel:

Nicholas I. Porritt, Esq.  
Levi & Korsinsky, LLP  
1101 30th Street, N.W., Suite 115  
Washington, D.C. 20007

You can also obtain a copy from the Clerk's Office during regular business hours:

Clerk of Court  
United States District Court  
Martin Luther King Building  
50 Walnut Street, Room 4015  
Newark, NJ 07101

**DO NOT TELEPHONE THE COURT OR DEFENDANTS' COUNSEL REGARDING THIS NOTICE**

**SPECIAL NOTICE TO NOMINEES**

If you hold shares of SITO Mobile common stock purchased between August 15, 2016 and January 2, 2017, inclusive, as a nominee for a beneficial owner, then, within ten (10) days after you received this Notice, you must either: (1) send a copy of this Notice and Proof of Claim by first class mail to all such beneficial owners; or (2) provide a list of names and addresses of such Persons to the Claims Administrator:

*SITO Mobile Securities Litigation*  
Claims Administrator, Analytics Consulting LLC  
P.O. Box 2002  
Chanhassen, MN 55317-2002

If you choose to mail the Notice and Proof of Claim yourself, you may obtain from the Claims Administrator (without cost to you) as many additional copies of these documents as you will need to complete the mailing.

Regardless of whether you choose to complete the mailing yourself or elect to have the mailing performed for you, you may obtain reasonable reimbursement for or advancement of reasonable administrative costs actually incurred or expected to be incurred in connection with forwarding the Notice and which would not have been incurred but for the obligation to forward the Notice, upon submission of appropriate documentation to the Claims Administrator.

**DATED: JANUARY 3, 2020**

**BY ORDER OF THE UNITED STATES  
DISTRICT COURT FOR THE  
DISTRICT OF NEW JERSEY**

*SITO Mobile Securities Litigation*

Claims Administrator, Analytics Consulting LLC

P.O. Box 2002

Chanhassen, MN 55317-2002

Toll-Free Number: 1-855-953-2395

Website: [www.SITOMobileSecuritiesSettlement.com](http://www.SITOMobileSecuritiesSettlement.com)

UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY

*ROPER v. SITO MOBILE, LTD., et al.*

Case No. 2:17-cv-01106-ES-MAH

**Must be Postmarked No Later Than APRIL 16, 2020**

**PROOF OF CLAIM AND RELEASE**

**I. GENERAL INSTRUCTIONS**

1. All capitalized terms not otherwise defined shall have the same meanings as set forth in the Stipulation of Settlement dated as of July 31, 2019, which can be downloaded at [www.SITOMobileSecuritiesSettlement.com](http://www.SITOMobileSecuritiesSettlement.com).
2. To recover as a Class Member based on claims in the action entitled *Roper v. SITO Mobile Ltd., et al.*, Case No. 2:17-cv-01106-ES-MAH (the "Litigation"), you must complete and, on page 5 hereof, sign this Proof of Claim and Release form ("Proof of Claim"). If you fail to file a properly addressed (as set forth in paragraph 4 below) Proof of Claim, your claim may be rejected and you may be precluded from any recovery from the Net Settlement Fund created in connection with the proposed settlement.
3. Submission of this Proof of Claim, however, does not assure that you will share in the proceeds of the settlement of the Litigation.
4. YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM POSTMARKED ON OR BEFORE **APRIL 16, 2020**, ADDRESSED AS FOLLOWS:

*SITO Mobile Securities Litigation*

Claims Administrator, Analytics Consulting LLC

P.O. Box 2002

Chanhassen, MN 55317-2002

5. If you are a Class Member, you are bound by the terms of any judgment entered in the Litigation, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE FORM unless you timely and validly request exclusion from the settlement class pursuant to the Notice.

**II. CLAIMANT IDENTIFICATION**

1. If you purchased and/or acquired SITO Mobile common stock and held the certificate(s) in your name, you are the beneficial purchaser or acquirer as well as the record purchaser or acquirer. If, however, the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser and the third party is a record purchaser.





#### **IV. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS**

I (We) submit this Proof of Claim under the terms of the Stipulation of Settlement, dated as of July 31, 2019 described in the Notice. I (We) also submit to the jurisdiction of the United States District Court for the District of New Jersey, with respect to my (our claim) as a Class Member and for purposes of enforcing the release set forth herein. I (We) further acknowledge that I am (we are) bound by and subject to the terms of any judgment that may be entered in the Litigation. I (We) agree to furnish additional information to Lead Counsel to support this claim if required to do so. I (We) have not submitted any other claim covering the same purchases or sales of SITO Mobile common stock during the Class Period and know of no other Person having done so on my (our) behalf.

#### **V. RELEASE**

By signing and submitting this Claim Form, the claimant(s) or the person(s) who represent(s) the claimant(s) agree(s) to the release above and certifies (certify) as follows:

1. I (We) hereby acknowledge full and complete satisfaction of, and do hereby fully, finally and forever settle, release, relinquish and discharge and covenant not to sue with respect to, the Released Claims each and all of the Released Parties.
2. "Released Claims" means any and all claims, rights, actions, suits or causes of action of every nature and description, including Unknown Claims, debts, demands, disputes, matters, damages, obligations or liabilities of any kind, nature, and/or character whatsoever (including, but not limited to, any claims for damages, interest, attorneys' fees, expert or consulting fees, and any and all other costs, expenses or liabilities whatsoever), whether known or unknown, whether the claims arise under federal, state, local, statutory, regulatory, common, foreign or other law, or any other law, rule or regulation, whether fixed or contingent or absolute, accrued or unaccrued, liquidated or unliquidated, at law or in equity, matured or unmatured, concealed or hidden, foreseen or unforeseen, and whether asserted or that might have been asserted individually, directly, representatively, derivatively, or in any other capacity, by Lead Plaintiffs or the Class Members, or any of them, against the Released Persons based upon, arising out of, or related to (a) the purchase or acquisition of SITO common stock during the Class Period and any of the facts, transactions, events, occurrences, disclosures, statements, acts, omissions, or failures to act which were or could have been alleged in or embraced or otherwise referred to or encompassed by the Litigation, regardless of what legal theory based, including, without limitation, claims for negligence, gross negligence, recklessness, fraud, breach of duty of care and/or loyalty or violations of common law, administrative rule or regulation, tort, contract, equity, or otherwise of any federal statutes, rules, regulations or common law, or the law of any foreign jurisdiction; or (b) that Defendants improperly defended or settled the Litigation, the Released Claims, or both.
3. "Unknown Claims" means any and all Released Claims which Lead Plaintiffs, Lead Plaintiffs' Counsel, or any Class Members do not know or suspect to exist in his, her, or its favor at the time of the release of the Released Persons which, if known by him, her or it might have affected his, her or its settlement with and release of the Released Persons, or might have affected his, her, or its decision(s) with respect to the Settlement (including the decision not to object or exclude himself, herself, or itself from the Settlement). Unknown Claims include those Released Claims in which some or all of the facts comprising the claim may be suspected, or even undisclosed or hidden. With respect to any and all Released Claims, the Settling Parties stipulate and agree that, upon the Effective Date, Lead Plaintiffs and the Class Members shall be deemed to have, and by operation of the Judgment shall have, expressly waived and relinquished the provisions, rights, and benefits conferred by or under California Civil Code § 1542, or any other law of the United States or any state or territory of the United States, or principle of common law that is similar, comparable, or equivalent to § 1542, which provides:

**A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS THAT THE CREDITOR OR RELEASING PARTY DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR HER FAVOR AT THE TIME OF EXECUTING THE RELEASE AND THAT, IF KNOWN BY HIM OR HER, WOULD HAVE MATERIALLY AFFECTED HIS OR HER SETTLEMENT WITH THE DEBTOR OR RELEASED PARTY.**

Lead Plaintiffs acknowledge that they may hereafter discover facts in addition to or different from those which he, she or it now knows or believes to be true with respect to the subject matter of the Released Claims, but

the Lead Plaintiffs shall expressly settle and release, and each Class Member, upon the Effective Date, shall be deemed to have, and by operation of the Judgment shall have fully, finally, and forever settled and released, any and all Released Claims, known or unknown, suspected or unsuspected, contingent or noncontingent, whether or not concealed or hidden, which now exist, or heretofore have existed, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct which is negligent, reckless, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts. The Settling Parties acknowledge, and the Class Members shall be deemed by operation of the Judgment to have acknowledged, that the foregoing waiver was separately bargained for and is a key element of the Settlement of which this release is a part.

4. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.
5. I (We) hereby warrant and represent that I (we) have included information about all of my (our) transactions in SITO Mobile common stock that occurred during the Class Period as well as the number and type of SITO Mobile shares held by me (us) on August 14, 2016, November 14, 2016, and January 2, 2017.
6. I (We) certify that I am (we are) not subject to backup withholding under the provisions of Section 3406(a)(1)(C) of the Internal Revenue Code.

Note: If you have been notified by the Internal Revenue Service that you are subject to backup withholding, please strike out the language that you are not subject to backup withholding in the certification above.

I declare under penalty of perjury under the laws of the United States of America that the foregoing information supplied on this Proof of Claim by the undersigned is true and correct.

Executed this \_\_\_\_\_ day of \_\_\_\_\_ in \_\_\_\_\_.  
(Month/Year) (City/State/Country)

\_\_\_\_\_  
(Sign your name here)

\_\_\_\_\_  
(Sign your name here)

\_\_\_\_\_  
(Type or print your name here)

\_\_\_\_\_  
(Type or print your name here)

\_\_\_\_\_  
(Capacity of person(s) signing, e.g.,  
Beneficial Purchaser, Executor or Administrator)

\_\_\_\_\_  
(Capacity of person(s) signing, e.g.,  
Beneficial Purchaser, Executor or Administrator)

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.  
THANK YOU FOR YOUR PATIENCE.**

**REMINDER CHECKLIST**

1. Please sign the above declaration.
2. If this Claim is being made on behalf of Joint Claimants, then both must sign.
3. Remember to attach copies of supporting documentation, if available.
4. Do **not** send originals or certificates.
5. Keep a copy of your claim form and all supporting documentation for your records.
6. If you desire an acknowledgment of receipt of your claim form, please send it Certified Mail, Return Receipt Requested.
7. If you move, please send your new address to the address below.
8. **Do not use red pen or highlighter** on the Proof of Claim and Release Form or on supporting documentation.

**THIS PROOF OF CLAIM FORM MUST BE MAILED NO LATER THAN APRIL 16, 2020,  
ADDRESSED AS FOLLOWS:**

*SITO Mobile Securities Litigation*  
Claims Administrator, Analytics Consulting LLC  
P.O. Box 2002  
Chanhassen, MN 55317-2002

**EXHIBIT B**

# Levi & Korsinsky, LLP Announces Proposed Settlement of the SITO Mobile, Ltd. Securities Litigation

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NEWS PROVIDED BY

**Levi & Korsinsky** →

Jan 03, 2020, 15:00 ET

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WASHINGTON, Jan. 3, 2020 /PRNewswire/ --

**UNITED STATES DISTRICT COURT**

**DISTRICT OF NEW JERSEY**

**SUMMARY NOTICE**

**TO: ALL PERSONS OR ENTITIES WHO PURCHASED OR OTHERWISE  
ACQUIRED SITO MOBILE, LTD. COMMON STOCK BETWEEN AUGUST 15,  
2016 AND JANUARY 2, 2017, INCLUSIVE.**

**YOU ARE HEREBY NOTIFIED** that pursuant to an Order of the United States District Court for the District of New Jersey, a hearing will be held on April 21, 2020, at 10:00 a.m., before the Honorable Esther Salas, United States District Judge, at the Courthouse for the United States District Court, District of New Jersey, Courtroom MLK 5A, Martin Luther King Building &

U.S. Courthouse, 50 Walnut Street, Newark, NJ 07101, for the purpose of determining: (1) whether the proposed settlement of the Litigation for the combined sum of \$1,250,000 in cash should be approved by the Court as fair, reasonable and adequate; (2) whether the Settlement Class should be certified for purposes of the Settlement and whether Lead Plaintiff and Lead Counsel should be certified as class representative and class counsel for the purposes of the Settlement; (3) whether, thereafter, the Litigation should be dismissed with prejudice as set forth in the Stipulation of Settlement dated as of July 31, 2019 ("Stipulation"); (4) whether the Plan of Allocation of settlement proceeds is fair, reasonable and adequate and therefore should be approved; and (5) whether the application of Lead Counsel for the payment of attorneys' fees and reimbursement of expenses incurred in connection with the Litigation should be approved.

If you purchased or otherwise acquired SITO Mobile common stock from August 15, 2016 through January 2, 2017, inclusive, your rights may be affected by this Litigation and the settlement thereof. If you have not received the detailed Notice of Pendency and Proposed Settlement of Class Action (the "Notice") and a copy of the Proof of Claim and Release form, you may obtain copies of them free of charge by contacting the Claims Administrator, by writing to *SITO Mobile, Ltd. Securities Litigation*, Claims Administrator, Analytics Consulting LLC, P.O. Box 2002, Chanhassen, MN 55317-2002, or by downloading this information at [www.SITOMobileSecuritiesSettlement.com](http://www.SITOMobileSecuritiesSettlement.com).

If you are a Class Member and wish to share in the distribution of the Net Settlement Fund, you must submit a Proof of Claim form postmarked no later than April 16, 2020 establishing that you are entitled to recovery. As further described in the Notice, you will be bound by any Judgment entered in the Litigation, regardless of whether you submit a Proof of Claim, unless you exclude yourself from the Class, in accordance with the procedures set forth in the Notice, no later than March 17, 2020.

Any objections to the Settlement, Plan of Allocation or attorneys' fees and

expenses must be filed and served, in accordance with the procedures set forth in the Notice, no later than March 17, 2020 at the following address:

Clerk of the Court  
United States District Court  
District of New Jersey  
Martin Luther King Building & U.S. Courthouse  
50 Walnut Street  
Newark, NJ 07101

**INQUIRIES SHOULD NOT BE DIRECTED TO THE COURT, THE CLERK'S OFFICE, THE DEFENDANTS, OR DEFENDANTS' COUNSEL.**

If you have any questions about the Settlement, you may contact Lead Counsel for the Class: Nicholas I. Porritt, Esq, Levi & Korsinsky LLP, 1101 30th Street, N.W., Suite 115, Washington, D.C. 20007, [nporritt@zlk.com](mailto:nporritt@zlk.com).

**DATED: JANUARY 3, 2020**

**BY ORDER OF THE UNITED STATES DISTRICT COURT FOR THE DISTRICT OF NEW JERSEY**

SOURCE Levi & Korsinsky

Related Links

<http://www.SITOMobileSecuritiesSettlement.com>

**EXHIBIT C**

# Levi & Korsinsky, LLP Announces Proposed Settlement of the SITO Mobile, Ltd. Securities Litigation

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NEWS PROVIDED BY

**Levi & Korsinsky** →

Jan 17, 2020, 09:00 ET

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WASHINGTON, Jan. 17, 2020 /PRNewswire/ --

**UNITED STATES DISTRICT COURT**

**DISTRICT OF NEW JERSEY**

## **SUMMARY NOTICE**

**TO: All persons or entities who purchased or otherwise acquired SITO Mobile, LTD. common stock between August 15, 2016 and January 2, 2017, inclusive.**

**YOU ARE HEREBY NOTIFIED** that pursuant to an Order of the United States District Court for the District of New Jersey, a hearing will be held on April 21, 2020, at 10:00 a.m., before the Honorable Esther Salas, United States District Judge, at the Courthouse for the United States District Court, District of New Jersey, Courtroom MLK 5A, Martin Luther King Building &

U.S. Courthouse, 50 Walnut Street, Newark, NJ 07101, for the purpose of

determining: (1) whether the proposed settlement of the Litigation for the combined sum of \$1,250,000 in cash should be approved by the Court as fair, reasonable and adequate; (2) whether the Settlement Class should be certified for purposes of the Settlement and whether Lead Plaintiff and Lead Counsel should be certified as class representative and class counsel for the purposes of the Settlement; (3) whether, thereafter, the Litigation should be dismissed with prejudice as set forth in the Stipulation of Settlement dated as of July 31, 2019 ("Stipulation"); (4) whether the Plan of Allocation of settlement proceeds is fair, reasonable and adequate and therefore should be approved; and (5) whether the application of Lead Counsel for the payment of attorneys' fees and reimbursement of expenses incurred in connection with the Litigation should be approved.

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If you have any questions about the Settlement, you may contact Lead Counsel for the Class: Nicholas I. Porritt, Esq, Levi & Korsinsky LLP, 1101 30th Street, N.W., Suite 115, Washington, D.C. 20007, [nporritt@zlk.com](mailto:nporritt@zlk.com).

**DATED: JANUARY 17, 2020**

**BY ORDER OF THE UNITED STATES DISTRICT COURT FOR THE DISTRICT OF NEW JERSEY**

SOURCE Levi & Korsinsky